

As one of the world's largest hospitality companies, Wyndham Hotels & Resorts ("Wyndham", "we", "our") expects exemplary ethical behavior from our suppliers, and adherence to our Core Values: [Integrity](#), [Accountability](#), [Inclusive](#), [Caring](#) and [Fun](#).

Accordingly, we require our suppliers to comply with this Supplier Code of Conduct ("Code") and all applicable laws and regulations in locations where they conduct business. "Supplier" means any third-party corporation, entity or individual, or any employees, subcontractors, agents or representatives thereof that sells or seeks to sell goods or services to or through Wyndham or any of its subsidiaries, franchisees or other related entities. This policy's requirements are in accordance with the United Nations Guiding Principles on Business and Human Rights and the International Labor Organization's Fundamental Conventions. Suppliers should take appropriate steps to communicate this Code's principles to their employees and throughout their supply chains, and ensure such principles are adopted and applied to all such parties to the extent applicable. We may request that suppliers demonstrate compliance with this Code to our satisfaction.

ETHICAL STANDARDS

We expect suppliers to conduct business with the highest ethical standards, consistent with our own, including without limitation, to:

- Comply with all relevant and applicable laws
- Prepare and maintain accurate records of all financial transactions
- Report financial conditions and operational results honestly and promptly
- Deal honestly and fairly with clients, customers, suppliers, franchisees, financial partners and others
- Avoid actual and potential conflicts of interest
- Avoid improper giving or receiving of gifts or anything of value
- Safeguard Wyndham's assets and protect its reputation
- Properly handle our data, such as intellectual property, proprietary, competitive or other data such as any personal information, and appropriately protect it against unauthorized access or disclosure
- Separate personal political activities from Wyndham-related business
- Report potential violations of legal and ethical standards

ANTI-CORRUPTION; CONFLICTS OF INTEREST; TRADE CONTROLS

Suppliers are required to view Anti-Corruption Awareness Training materials available at <http://suppliers.wyndham.com> and conduct business without engaging in any corrupt practices, including giving, receiving, authorizing or promising bribes or kickbacks. Suppliers may not give or receive a bribe or engage in any activity that could be construed as a bribe, or to or from any public official, those in a position to influence public officials or any other party. Suppliers may not give our employees any gift of value or offer of service which could, or could be considered to, improperly or materially influence our business relationship with that supplier. Suppliers must comply with applicable trade controls, export, re-export and import laws and regulations.

COMMUNITY INVOLVEMENT; ENVIRONMENTAL GUIDELINES

We seek to work with suppliers that partner with local governments and entities to improve the educational, cultural, economic and social well-being of the communities in which they live and serve. We actively seek suppliers who share our commitment to environmental protection and favor those that work to sustain, protect and restore the environment by means such as energy conservation, recycling and proper waste disposal and by environmental restoration. We seek and prefer suppliers that can provide products and services with minimal impact to the environment. Suppliers must comply with all applicable environmental laws.

HUMAN RIGHTS

Our suppliers must be committed to basic human rights principles, and treat others fairly, with respect and dignity, encourage diversity and diverse opinions, promote equal opportunity for all, and create an inclusive and ethical culture.

Our suppliers must not knowingly support, condone or otherwise participate in any form of modern slavery, which violates basic human rights. This includes, without limitation, human trafficking, forced labor, debt bondage, forced or servile marriage, and commercial sexual exploitation. Our suppliers must not use forced, bonded (including debt bondage) or indentured labor, involuntary prison labor. Suppliers must not engage in slavery or trafficking of persons, including without limitation transporting, harboring, recruiting, transferring, or receiving vulnerable persons by means of threat, force, coercion, abduction, or fraud for the purpose of exploitation. We expect our suppliers to provide transparency in their business and approach to tackling modern slavery throughout their supply chains, consistent with UK Modern Slavery Act 2015 disclosure obligations. Suppliers are expected to comply with all standards set forth in the ILO Forced Labor Convention #29 and the Abolition of Forced Labor Convention #105.

NON-DISCRIMINATION AND FAIR TREATMENT

All terms of employment should be based solely on an individual's ability to do the job. Suppliers must not discriminate against employees in hiring, promotion, salary, performance evaluation or any other term or condition of work, on any basis prohibited by applicable law. Suppliers shall treat all employees fairly, with respect and dignity, and shall not subject or threaten to subject any employee to physical, sexual, psychological or verbal harassment or abuse.

CHILD LABOR

Suppliers shall not use workers under legal employment age in any jurisdiction where work is performed. If the minimum employment age is not defined in a particular jurisdiction, it shall be the higher of 15 years of age or in compliance with laws. In cases where minors (individual under age 18 or as otherwise defined under a jurisdiction's laws) are authorized to work, we expect our suppliers to observe all legal requirements, including but not limited to the number of hours and hours of the day for work, wages, minimum education and working conditions. In these cases, suppliers should also ensure that minors do not perform work that might jeopardize their health, safety, or morals as described within the ILO Minimum Age Convention #138.

HEALTH AND SAFETY GUIDELINES

Suppliers must commit to providing a safe and healthy workplace. Health, safety and other workplace standards must comply with all local laws and safety regulations. Worker housing, if provided, must meet the same health and safety standards as those applicable to the workplace. Suppliers are also asked to develop and apply emergency plans and response procedures to keep workers safe and secure in case of emergencies, including those related to weather and natural disasters.

FREEDOM OF ASSOCIATION

Suppliers' employees shall be free to join or organize organizations of their own choice, and to bargain collectively in accordance with applicable law. Suppliers' employees shall not be subject to intimidation or harassment in the exercise of their right to join or refrain from joining any organization.

WAGES AND BENEFITS; WORKING HOURS AND LEAVE

Suppliers shall pay wages in accordance with all applicable laws of the jurisdictions in which the supplier does business. This includes laws governing maximum working hours and rest periods. Suppliers should ensure that a workweek is restricted to 60 hours, including overtime, and that workers have at least one day off every seven days except in case of emergencies or unusual situations. Suppliers must also comply with all applicable laws concerning minimum wage, overtime payments and benefits. Suppliers should pay their workers in a timely manner and respect workers' right to a living wage whereby compensation is enough to meet basic needs and provides some discretionary income. Workers should receive no wage deductions as a disciplinary measure if those wages have already been earned. Suppliers must also ensure any annual, sick, parental or other leaves are conducted in compliance with applicable laws.

DATA PRIVACY AND PROTECTION

Suppliers must comply with all relevant privacy and data protection laws and regulations when processing any personal information relating to Wyndham, its guests, members, employees, franchisees or other connected parties. Where suppliers transmit, store or manage any personal information on our behalf, this includes providing us with timely and fulsome responses and assistance to facilitate our own compliance with data protection laws and regulations, including without limitation fulfilling individuals' access, correction, erasure or other related requests. Suppliers are expected to notify Wyndham immediately should any potential data or privacy breaches occur.

SECURITIES AND INSIDER TRADING

If, during the course of its work for us, a supplier has access to our material confidential information, it must not use or share such information in any way to trade or enable others to trade in Wyndham's securities.

MANAGEMENT SYSTEMS

Suppliers must maintain proper management systems to monitor their performance on labor practices, human rights, environmental stewardship, anti-corruption, and data privacy practices. Suppliers must also ensure that its own suppliers and all contractors and/or third-party recruitment agencies used are in compliance with the provisions and spirit of Wyndham's Supplier Code of Conduct. Wyndham reserves the right to inquire about supplier management systems, including labor and/or environmental audits, and may request performance data on the issues covered in Wyndham's Supplier Code of Conduct.

INTEGRITY LINE

Subject to local law, any concerns about the ethics of a supplier's relationship with us or this Code may be reported through the Integrity Line, available toll-free in the U.S. and Canada at (844) 330-0231 or internationally at numbers listed at: <http://suppliers.wyndham.com>.